

MINUTES OF A SPECIAL MEETING
of
RIVER SMELTING & REFINING COMPANY

A special meeting of the Directors of River Smelting & Refining Company was called for eleven o'clock A.M. October 20, 1920, at its offices in the International Life Building, 722 Chestnut Street, St. Louis, Missouri. There were present at the meeting, Messrs. Geo. O. Carpenter and J. A. Caselton. In the absence of a quorum the meeting, on motion by Mr. Carpenter, was adjourned until twelve o'clock Noon October 22, 1920.

The adjourned meeting of October 20th was reconvened at twelve o'clock Noon October 22, 1920. There were present Messrs. E. J. Cornish, Geo. O. Carpenter and J. A. Caselton. Mr. Cornish acted as Chairman of the meeting and Mr. Caselton acted as Secretary.

There having been no meeting of the Directors held since May 14, 1919, the question of improvements authorized for the Florence, Colorado plant during the interim was considered. Mr. Carpenter explained to the meeting that in July 1919 an expenditure of \$11,500.00 was authorized for the construction of a calcining furnace for the refinement of the zinc pigment product of the Florence Plant, the installation of which has already been made. He further explained that during the summer of 1920 the following expenditures at the Florence Plant were authorized:

1. \$60,760.00 - for the installation of one additional roaster which was found necessary to enable the roasting of sulphide ores down to the proper sulphur content for economic smelting.
2. 5,000.00 - for the construction and equipment of a bathhouse and change room for the use of employees. This installation was asked for by the Colorado Factory Inspection Department, and is necessary to enable the Company to comply with the Colorado State Inspection Law.
3. 4,500.00 - for the purpose of remodeling flue headers back of baghouse to facilitate the handling of the material which settles therein.

4. \$ 5,000.00 - for the installation of additional storage bins in the packing department to enable proper mixing of the product to attain uniformity and the installation of a bolting machine for bolting the product to insure freedom of the product from foreign matter.
5. 39,500.00 - for the installation of equipment and apparatus for the mechanical handling of materials, the purpose of which is to minimize the labor requirements of the plant and effect economy in the operation of the plant.

It was also explained that items 1-2-3 and 4 above are now in process of installation.

On motion duly seconded it was,

Resolved, that the action of the officers of the Company in authorizing the expenditure of the sum of \$126,260.00 for the improvements above outlined be and hereby is approved.

Mr. Carpenter brought to the attention of the meeting a license agreement and supplemental agreement entered into with the Shasta Zinc & Copper Company under date of July 26, 1920, licensing it exclusively to use the Florence process in that portion of California North of a line running East and West through the City of San Jose, California. Mr. Carpenter explained that the agreement in substance provided for the payment to this Company of the following in the way of license fees and royalties and engineering fees:

1. \$ 5,000.00 - license fee to be paid in cash simultaneously with the signing of the agreement.
2. 15,000.00 - additional license fee to be paid in cash after the plant to be constructed for the practise of the process shall have been actually operated for a period of ninety (90) days.
3. 20,000.00 - royalty fee to be paid on the first one hundred thousand (100,000) tons of metal bearing ore smelted after the first ninety (90) days of operation, at the rate of Twenty (20¢) cents per ton, payment to be made on or before

the 10th day of each month for the tonnage smelted during the preceding calendar month.

4. \$10,000.00 - royalty fee to be paid on the next sixty six thousand six hundred sixty six (66,666) tons of metal bearing ore smelted at the rate of Fifteen (15¢) cents per ton, payment to be made on or before the 10th day of each month for the tonnage smelted during the preceding calendar month.
5. 10,000.00 - Retainer fee for consultation and advisory services for a period of one year to be paid at the rate of \$833.33 in cash per month over a period of twelve (12) months from date of agreement.
6. In addition to above, agreement provides for payment of Twenty five (\$25.00) Dollars per day for services of our engineers for actual time away from plant in the interest of Shasta Zinc & Copper Company, plus actual cost of traveling and subsistence and a royalty of Ten (10¢) cents per ton on all ore drawn from without the licensed territory in excess of Twenty five (25%) per cent of the total metal bearing ores smelted -- this in addition to the royalties above specified.

After due consideration and upon motion duly seconded it was,

Resolved, that the action of the officers of this Company in executing the said license agreement and supplemental agreement, both dated July 26, 1920, be and hereby is ratified and approved.

On motion duly seconded, the following resolutions were adopted:

Resolved, that Mr. G. C. Taussig be and hereby is appointed Assistant Secretary. And

Resolved, that the Assistant Secretary be and hereby is authorized to countersign checks drawn against the bank account of this Company and to perform such other duties as he may be by the Secretary directed from time to time.

There being no further business, the meeting, on motion
duly seconded, adjourned.

E. J. Hornish
Chairman

Secretary
Secretary